

**Return of Allotment of Shares**Company Name: **WPP GROUP HOLDINGS LIMITED**Company Number: **02668657**Received for filing in Electronic Format on the: **14/01/2022**

XAVOTB4Z

Shares Allotted (including bonus shares)

Date or period during which shares are allotted	From	To
	21/12/2021	

Class of Shares:	A ORDINARY	Number allotted	5450681476
Currency:	GBP	Nominal value of each share	0.1
		Amount paid:	0.111864
		Amount unpaid:	0

Non-cash consideration

**THE NEW A ORDINARY SHARES ARE ALLOTTED IN EXCHANGE FOR: 100,001 ORDINARY
SHARES OF £1.00 EACH IN THE CAPITAL OF WPP GROUPM HOLDINGS LIMITED**

Statement of Capital (Share Capital)

Class of Shares:	£, 0.10,	Number allotted	5664415209
	ORDINARY	Aggregate nominal value:	566441520.9
	A		
Currency:	GBP		

Prescribed particulars

A) THE "A" ORDINARY SHARES RANK PARI PASSU WITH THE ORDINARY SHARES AS REGARDS TO RIGHTS ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE AND ANY OTHER RIGHTS TO PARTICIPATE IN THE PROFITS OR ASSETS OF THE COMPANY. ON A RETURN OF CAPITAL ON LIQUIDATION OR OTHERWISE, THE "A" ORDINARY SHARES RANK BEHIND THE PAYMENT OF THE PREFERENCIAL DIVIDENDS. THEY DO NOT CONFER ANY VOTING RIGHTS.

Class of Shares:	£, 1.00,	Number allotted	102
	ORDINARY	Aggregate nominal value:	102
Currency:	GBP		

Prescribed particulars

A) THE SHARES HAVE ATTACHED TO THEM FULL VOTING, DIVIDEND AND CAPITAL DISTRIBUTION (INCLUDING ON WINDING UP) RIGHTS; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Class of Shares:	US\$,	Number allotted	7578125
	1.00, A	Aggregate nominal value:	7578125
	PREFERENCE		
Currency:	USD		

Prescribed particulars

A) THE A PREFERENCE SHARES CARRY VOTING RIGHTS.

Class of Shares:	US\$,	Number allotted	1000000
	1.00, B	Aggregate nominal value:	1000000
	PREFERENCE		

Currency: **USD**

Prescribed particulars

A) THE B PREFERENCE SHARES DO NOT CARRY ANY VOTING RIGHTS.

Class of Shares:	US\$,	Number allotted	4200000
	10.00, C	Aggregate nominal value:	42000000
	PREFERENCE		

Currency: **USD**

Prescribed particulars

A) THE C PREFERENCE SHARES CARRY VOTING RIGHTS.

Statement of Capital (Totals)

Currency:	GBP	Total number of shares:	5664415311
		Total aggregate nominal value:	566441622.9
		Total aggregate amount unpaid:	0
Currency:	USD	Total number of shares:	12778125
		Total aggregate nominal value:	50578125
		Total aggregate amount unpaid:	0

Authorisation

Authenticated

This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.